

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

JERRY D. GOODWIN, Individually and On
Behalf of All Others Similarly Situated,

Plaintiff,

v.

ANADARKO PETROLEUM CORPORATION,
JAMES T. HACKETT, ROBERT G. GWIN
and M. CATHY DOUGLAS,

Defendants.

Civil Action No. 10 cv 04905 (PGG)

ECF Case

SHIRLEY HARRIS, Individually and On
Behalf of All Others Similarly Situated,

Plaintiff,

v.

ANADARKO PETROLEUM CORPORATION,
JAMES T. HACKETT, ROBERT G. GWIN
and M. CATHY DOUGLAS,

Defendants.

Civil Action No. 10 cv 05894 (UA)

**DECLARATION OF PATRICK A. KLINGMAN IN SUPPORT OF
THE PENSION FUNDS INVESTORS' GROUP'S MOTION FOR CONSOLIDATION
OF RELATED ACTIONS, APPOINTMENT AS LEAD PLAINTIFF AND
APPROVAL OF ITS SELECTION OF LEAD COUNSEL**

I, Patrick A. Klingman, hereby declare as follows:

1. I am Of Counsel to Shepherd, Finkelman, Miller & Shah, LLP, proposed Lead Counsel for Movant, the Pension Funds Investors' Group, consisting of the International Union of Operating Engineers Pension Plan ("Operating Engineers"), the Hallandale Beach Police Officers' and Firefighters' Personnel Retirement Fund ("Hallandale") and Miramar Police

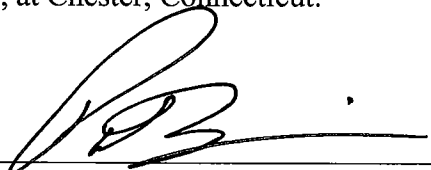
Officers' Retirement Plan and Trust Fund ("Miramar Police"). I make this Declaration in support of the Motion of the Pension Funds Investors' Group for Consolidation of the Related Actions, Appointment as Lead Plaintiff and to Approve its Selection of Lead Counsel. I have personal knowledge of the matters stated herein and, if called upon, I could and would competently testify thereto.

2. Attached hereto are true and correct copies of the following:

- June 24, 2010 press release (attached as Exhibit "A");
- Certifications of Operating Engineers, Hallandale and Miramar Police (attached as Exhibit "B");
- Loss Charts of Operating Engineers, Hallandale and Miramar Police (attached as Exhibit "C"); and
- Firm resume of Shepherd, Finkelman, Miller & Shah, LLP (attached as Exhibit "D").

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 23rd day of August, 2010, at Chester, Connecticut.



Patrick A. Klingman